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FLORIDA BOARD CERTIFIED
TAX ATTORNEY

ADMITTED: ALABAMA, FLORIDA,
LOUISIANA, MISSISSIPPI, AND NEW JERSEY

VIA OVERNIGHT DELIVERY
AIRBORNE EXPRESS

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-15/1837.50-0122-001-1
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June 15, 1998

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Dania Farms Ltd.

Dear Sir or Madam:

Enclosed herewith for filing with your office please find a certificate of limited partnership and affidavit of capital contributions for the above limited partnership.

I have also enclosed a check drawn in the amount of \$1,837.50 and made payable to "Department of State," in payment of the filing fee of \$1,750, the fee for designation of registered agent of \$35 and the certified copy fee of \$52.50.

The general partners also own a Florida corporation under the name: Dania Farms Inc. If there is any problem with the name Dania Farms Ltd., then please call me before rejecting the certificate.

Otherwise, please return to the undersigned in due course the certified copy.

Very truly yours,

Clinton M. Tarkoe

A98-1490

Name	CL M Tarkoe
Availability	6/17/98
Document Examiner	[Signature]
Updater	[Signature]
Updater Verifier	[Signature]
Acknowledgement	[Signature]
W. P. Verifier	[Signature]

Encl.

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98 JUN 16 PM 4:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP
OF
DANIA FARMS LTD.

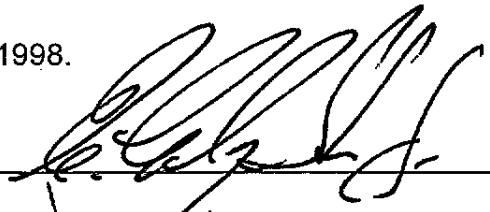

1. DANIA FARMS LTD.
(Name of Limited Partnership)
2. 700 CORAL WAY, FORT LAUDERDALE, FLORIDA 33301
(The Business Address of Limited Partnership)
3. Clinton M. Tarkoe
(Name of Registered Agent for Service of Process)
4. 4840 NE 28TH AVENUE, FORT LAUDERDALE, FL 33308
(Florida Street Address for Registered Agent)
5. 
(Signature of Registered Agent)
6. 700 CORAL WAY, FT. LAUDERDALE, FLORIDA 33301
(The Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is 12/31/2028.

8. NAME OF GENERAL PARTNER(S) SPECIFIC ADDRESS

<u>E. Clay Shaw</u>	<u>700 Coral Way, F Lauderdale FL 33301</u>
<u>John L. Shaw</u>	<u>15670 Bellanca Lane, W Palm Beach FL</u>
	<u>33414</u>

Signed this 15th day of June, 1998.

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TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting all of the general partners of
DANIA FARMS LTD., a Florida Limited Partnership, certify as follows:

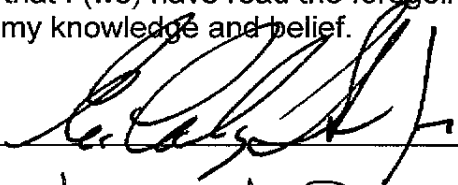
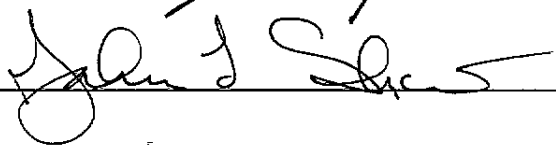
The amount of capital contributions to date of the limited partners is \$ 10.

The total amount contributed and anticipated to be contributed by the limited
partners at this time totals \$ 1,083,525.*

This 15th day of June, 1998.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and
that the facts alleged are true, to the best of my knowledge and belief.

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* Value of contributions based on assessed values for ad valorem taxes by
Dade and Broward Counties, Florida.